

EXHIBIT C

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:
AGWAY FARM & HOME SUPPLY, LLC,
Debtor.¹

Chapter 11
Case No. 22-10602 (JKS)

**Objection Deadline: June 12, 2023 at 4:00 p.m. (ET)
Hearing Date: Scheduled only if Necessary**

**EIGHTH MONTHLY APPLICATION FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES OF PACHULSKI STANG ZIEHL & JONES LLP,
AS COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD OF MARCH 1, 2023 THROUGH MARCH 31, 2023**

Name of Applicant:	Pachulski Stang Ziehl & Jones LLP
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors
Date of Retention:	July 20, 2022 by Order entered September 21, 2022
Period for which Compensation and Reimbursement is Sought:	March 1, 2023 – March 31, 2023
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$35,514.50
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$112.30

This is a: monthly interim final application.

The total time expended for preparation of this monthly fee application is approximately 2 hours and the corresponding compensation requested is approximately \$2,000.00.

¹ The last four digits of the Debtor's federal tax identification number are 1247. The Debtor's address is 6606 W. Broad Street, Richmond, VA 23230.

PRIOR MONTHLY APPLICATIONS FILED

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
10.07.22	07.20.22 – 08.31.22	\$263,934.50	\$ 391.68	\$263,934.50	\$ 391.68
10.28.22	09.01.22 – 09.30.22	\$135,367.50	\$ 84.20	\$135,367.50	\$ 84.20
12.09.22	10.01.22 – 10.31.22	\$111,238.50	\$ 472.50	\$111,238.50	\$ 472.50
01.19.23	11.01.22 – 11.30.22	\$113,515.00	\$ 93.32	\$113,515.00	\$ 93.32
02.06.23	12.01.22 – 12.31.22	\$ 78,515.00	\$ 96.70	\$ 78,515.00	\$ 96.70
03.13.23	01.01.23 – 01.31.23	\$ 72,681.00	\$1,388.40	\$ 72,681.00	\$1,388.40
03.29.23	02.01.23 – 02.28.23	\$ 40,028.50	\$ 196.80	\$ 40,028.50	\$ 196.80

PACHULSKI STANG ZIEHL & JONES LLP PROFESSIONALS

Name of Professional Individual	Position of the Applicant, Year of Obtaining License to Practice	Hourly Billing Rate	Total Hours Billed	Total Compensation
Robert J. Feinstein	Partner, 1982	\$1,695.00	0.10	\$ 169.50
Bradford J. Sandler	Partner 1996	\$1,595.00	7.20	\$11,484.00
Paul John Labov	Partner, 2002	\$1,295.00	5.10	\$ 6,604.50
Colin R. Robinson	Counsel, 1997	\$1,095.00	7.80	\$ 8,541.00
Ian Densmore	Paralegal	\$545.00	12.80	\$ 6,976.00
Patricia J. Jeffries	Paralegal	\$545.00	2.10	\$ 1,144.50
Karen S. Neil	Case Management Assistant	\$425.00	1.40	\$ 595.00

Grand Total: \$35,514.50
Total Hours: 36.50
Blended Rate: \$973.00

COMPENSATION BY CATEGORY

Project Categories	Total Hours	Total Fees
Asset Disposition	0.20	\$ 319.00
Bankruptcy Litigation	.50	\$ 547.50
Case Administration	6.50	\$ 3,479.50
Compensation of Professionals	8.70	\$ 7,121.50
Compensation of Professionals / Other	7.60	\$ 6,232.00
General Creditors' Committee	1.40	\$ 1,753.00
Operations	1.10	\$ 1,754.50
Plan & Disclosure Statement	10.50	\$14,307.50
Totals	36.50	\$35,514.50

EXPENSE SUMMARY

Expense Category	Service Provider² (if applicable)	Total Expenses
Pacer – Court Research		\$ 51.20
Reproduction Expense		\$ 13.80
Reproduction / Scan Copy		\$ 47.30
Total		\$112.30

² PSZ&J may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:
AGWAY FARM & HOME SUPPLY, LLC,
Debtor.¹

Chapter 11
Case No. 22-10602 (JKS)

**Objection Deadline: June 12, 2023 at 4:00 p.m. (ET)
Hearing Date: Scheduled only if Necessary**

**EIGHTH MONTHLY APPLICATION FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES OF PACHULSKI STANG ZIEHL & JONES LLP,
AS COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD OF MARCH 1, 2023 THROUGH MARCH 31, 2023**

Pursuant to sections 330 and 331 of Title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (collectively, the “Bankruptcy Rules”), and the Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Professionals*, entered on August 3, 2022 [Docket No. 114] (the “Administrative Order”), Pachulski Stang Ziehl & Jones LLP (“PSZJ” or the “Firm”), counsel for the Official Committee of Unsecured Creditors (the “Committee”), hereby submits its *Eighth Monthly Application for Compensation and Reimbursement of Expenses for the Period of March 1, 2023 through March 31, 2023* (the “Application”).

By this Application, PSZJ seeks (i) a monthly interim allowance of compensation in the amount of \$35,514.50 and actual and necessary expenses in the amount of \$112.30 for a total allowance of \$35,626.80 and (ii) payment of \$28,411.60 (80% of the allowed fees pursuant to the Administrative Order) and reimbursement of \$112.30 (100% of the allowed expenses pursuant to the Compensation Procedures Order) for a total payment of \$28,523.90 for the period

¹ The last four digits of the Debtor’s federal tax identification number are 1247. The Debtor’s address is 6606 W. Broad Street, Richmond, VA 23230.

of March 1, 2023 through March 31, 2023 (the “Interim Period”). In support of this Application, PSZJ respectfully represents as follows:

Background

1. On July 5, 2022 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtor is operating its business and managing its property as a debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No request for the appointment of a trustee or examiner has been made in this chapter 11 case.

2. On July 18, 2022, the Office of the United States Trustee established the Committee pursuant to section 1102(a)(1) of the Bankruptcy Code, which currently is comprised of the following seven members: (i) The Scotts Company, LLC; (ii) Animal Health International, Inc.; (iii) Wildlife Sciences, LLC; (iv) Capital Forrest Products; (v) Gallagher North America, Inc.; (vi) Hub Group, Inc.; and (vii) American Wood Fibers, Inc.[Docket Nos. 118 and 289].

3. On August 3, 2022, the Court signed the Administrative Order, authorizing certain professionals (“Professionals”) to submit monthly applications for interim compensation and reimbursement for expenses, pursuant to the procedures specified therein. The Administrative Order provides, among other things, that a Professional may submit monthly fee applications. If no objections are made within ten (10) days after service of the monthly fee application the Debtor is authorized to pay the Professional eighty percent (80%) of the requested fees and one hundred percent (100%) of the requested expenses. Beginning with the period September 30, 2022, and at three-month intervals or such other intervals convenient to the Court, each Professional shall file

and serve an interim application for allowance of the amounts sought in its monthly fee applications for that period. All fees and expenses paid are on an interim basis until final allowance by the Court.

4. The retention of PSZJ, as counsel to the Committee, was approved effective as of July 20, 2022, by this Court's *Order Authorizing and Approving the Retention of Pachulski Stang Ziehl & Jones LLP as Counsel to the Official Committee of Unsecured Creditors, Effective as of July 20, 2022* [Docket No. 205] (the "Retention Order"). The Retention Order authorized PSZJ to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

PSZJ'S APPLICATION FOR COMPENSATION AND FOR REIMBURSEMENT OF EXPENSES

Compensation Paid and Its Source

5. All services for which PSZ&J requests compensation were performed for or on behalf of the Committee. PSZ&J has received no payment and no promises for payment from any source other than the Debtor for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between PSZ&J and any other person other than the partners of PSZ&J for the sharing of compensation to be received for services rendered in this case. PSZ&J has not received a retainer in this case.

Fee Statements

6. The fee statement for the Interim Period is attached hereto as **Exhibit A**. This statement contains daily time logs describing the time spent by each attorney and

paraprofessional during the Interim Period. To the best of PSZJ's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules and the Administrative Order. PSZJ's time reports are initially handwritten or directly entered in the billing system, by the attorney or paralegal performing the described services. The time reports are organized on a daily basis. PSZJ is particularly sensitive to issues of "lumping" and, unless time was spent in one time frame on a variety of different matters for a particular client, separate time entries are set forth in the time reports. PSZJ's charges for its professional services are based upon the time, nature, extent and value of such services and the cost of comparable services other than in a case under the Bankruptcy Code. To the extent it is feasible, PSZJ professionals attempt to work during travel.

Actual and Necessary Expenses

7. A summary of the actual and necessary expenses incurred by PSZJ for the Interim Period is attached hereto as part of **Exhibit A**. PSZJ customarily charges \$0.10 per page for photocopying expenses related to cases, such as this, arising in Delaware. PSZJ's photocopying machines automatically record the number of copies made when the person that is doing the copying enters the client's account number into a device attached to the photocopier. PSZJ summarizes each client's photocopying charges on a daily basis.

8. PSZJ charges \$0.25 per page for out-going facsimile transmissions. There is no additional charge for long distance telephone calls on faxes. The charge for outgoing facsimile transmissions reflects PSZJ's calculation of the actual costs incurred by PSZJ for the machines, supplies and extra labor expenses associated with sending telecopies and is reasonable

in relation to the amount charged by outside vendors who provide similar services. PSZJ does not charge the Debtor for the receipt of faxes in this case.

9. With respect to providers of on-line legal research services (e.g., LEXIS and WESTLAW), PSZJ charges the standard usage rates these providers charge for computerized legal research. PSZJ bills its clients the actual amounts charged by such services, with no premium. Any volume discount received by PSZJ is passed on to the client.

10. PSZJ believes the foregoing rates are the market rates that the majority of law firms charge clients for such services. In addition, PSZJ believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

Summary of Services Rendered

11. The names of the timekeepers of PSZJ who have rendered professional services in this case during the Interim Period are set forth in the attached **Exhibit A**. PSZJ, by and through such persons, has prepared and assisted in the preparation of various motions and orders submitted to the Court for consideration, advised the Debtor on a regular basis with respect to various matters in connection with the Debtor's case, and performed all necessary professional services which are described and narrated in detail below. PSZJ's efforts have been extensive due to the size and complexity of the Debtor's case.

Summary of Services by Project

12. The services rendered by PSZJ during the Interim Period can be grouped into the categories set forth below. PSZJ attempted to place the services provided in the category that best relates to such services. However, because certain services may relate to one or more categories, services pertaining to one category may in fact be included in another category. These services performed, by categories, are generally described below, with a more detailed identification of the actual services provided set forth on the attached **Exhibit A**. **Exhibit A** identifies the attorneys and paraprofessionals who rendered services relating to each category, along with the number of hours for each individual and the total compensation sought for each category.

A. Asset Disposition

13. During the Interim Period, the Firm, among other things, conferred with counsel regarding the bid procedures hearing status.

Fees: \$319.00 Hours: .20

B. Bankruptcy Litigation

14. During the Interim Period, the Firm, among other things, conferred with Committee professionals regarding the Debtors laptop inventory.

Fees: \$319.00 Hours: .20

C. Case Administration

15. During the Interim Period, the Firm, among other things, reviewed correspondence and pleadings and forwarded them to appropriate parties, maintained calendar of critical dates and deadlines, and reviewed and followed up on various open case issues.

Fees: \$3,479.50 Hours: 6.50

D. Compensation of Professionals

16. During the Interim Period, the Firm, among other things, prepared its seventh monthly fee application and prepared certificates of no objection in connection with its prior monthly and interim fee applications.

Fees: \$7,121.50 Hours: 8.70

E. Compensation of Professionals / Other

17. During the Interim Period, the Firm, among other things, assisted with the preparation and filing of FTI's monthly fee and interim applications, and reviewed monthly fee applications filed by the Debtor's professionals.

Fees: \$6,232.00 Hours: 7.60

F. General Creditors' Committee

18. During the Interim Period, the Firm, among other things, reviewed and revised a case status update for the Committee.

Fees: \$1,753.00 Hours: 1.40

G. Operations

19. During the Interim Period, the Firm, among other things, reviewed various litigation complaints and monthly operating reports.

Fees: \$1,754.50 Hours: 1.10

H. Plan and Disclosure Statement

20. During the Interim Period, the Firm, among other things, reviewed the Debtor's revised combined disclosure statement and plan of liquidation, conferred with counsel on timing issues in connection with confirmation, and the need for a liquidation analysis.

Fees: \$14,307.50 Hours: 10.50

Valuation of Services

21. Attorneys and paraprofessionals of PSZJ expended a total 36.50 hours in connection with their representation of the Committee during the Interim Period, as follows:

Name of Professional Individual	Position of the Applicant, Year of Obtaining License to Practice	Hourly Billing Rate	Total Hours Billed	Total Compensation
Robert J. Feinstein	Partner, 1982	\$1,695.00	0.10	\$ 169.50
Bradford J. Sandler	Partner 1996	\$1,595.00	7.20	\$11,484.00
Paul John Labov	Partner, 2002	\$1,295.00	5.10	\$ 6,604.50
Colin R. Robinson	Counsel, 1997	\$1,095.00	7.80	\$ 8,541.00
Ian Densmore	Paralegal	\$545.00	12.80	\$ 6,976.00
Patricia J. Jeffries	Paralegal	\$545.00	2.10	\$ 1,144.50
Karen S. Neil	Case Management Assistant	\$425.00	1.40	\$ 595.00

**Grand Total: \$36,514.50
Total Hours: 36.50
Blended Rate: \$973.00**

22. The nature of work performed by these persons is fully set forth in **Exhibit A** attached hereto. These are PSZJ's normal hourly rates for work of this character. The reasonable value of the services rendered by PSZJ for the Committee during the Interim Period is \$35,514.50.

23. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by PSZJ is fair and reasonable given (a) the complexity of this case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, PSZJ has reviewed the requirements of Del. Bankr. LR 2016-2 and the Administrative Order and believes that this Application complies with such Rule and Order.

[The remainder of this page is intentionally left blank.]

WHEREFORE, PSZJ respectfully requests that, for the period of March 1, 2023 through March 31, 2023, (i) an interim allowance be made to PSZJ for compensation in the amount \$35,514.50 and actual and necessary expenses in the amount of \$112.30 for a total allowance of \$35,626.80 and (ii) payment of \$28,411.60 (80% of the allowed fees pursuant to the Administrative Order) and reimbursement of \$112.30 (100% of the allowed expenses pursuant to the Compensation Procedures Order) for a total payment of \$28,523.90, and for such other and further relief as this Court may deem just and proper.

Dated: May 31, 2023

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Colin R. Robinson

Robert J. Feinstein (admitted *pro hac vice*)
Bradford J. Sandler (DE Bar No. 4142)
Colin R. Robinson (DE Bar No. 5524)
919 N. Market Street, 17th Floor
Wilmington, DE 19801
Telephone: (302) 652-4100
Facsimile: (302) 652-4400
Email: rfeinstein@pszjlaw.com
bsandler@pszjlaw.com
crobinson@pszjlaw.com

Counsel to the Official Committee of Unsecured Creditors

DECLARATION

STATE OF DELAWARE :
:
COUNTY OF NEW CASTLE :

Bradford J. Sandler, after being duly sworn according to law, deposes and says:

- a) I am a partner with the applicant law firm Pachulski Stang Ziehl & Jones LLP, and am admitted to appear before this Court.
- b) I am familiar with the legal services rendered by PSZJ as counsel to the Committee.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2, the Administrative Order signed on or about August 3, 2022 and submit that the Application substantially complies with such rule and orders.

/s/ Bradford J. Sandler

Bradford J. Sandler

EXHIBIT A

Pachulski Stang Ziehl & Jones LLP

919 North Market Street
17th Floor
Wilmington, DE 19801

March 31, 2023

Invoice 132316

Client 02312

Matter 00002

CRR

CRR

RE: Committee Representation

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 03/31/2023

FEES	\$35,514.50
EXPENSES	\$112.30
TOTAL CURRENT CHARGES	\$35,626.80
BALANCE FORWARD	\$253,491.74
LAST PAYMENT	\$140,514.10
TOTAL BALANCE DUE	\$148,604.44

Pachulski Stang Ziehl & Jones LLP
 Agway Farms O.C.C.
 02312 -00002

Page: 2
 Invoice 132316
 March 31, 2023

Summary of Services by Professional

ID	Name	Title	Rate	Hours	Amount
BJS	Sandler, Bradford J.	Partner	1595.00	7.20	\$11,484.00
CRR	Robinson, Colin R.	Counsel	1095.00	7.80	\$8,541.00
IDD	Densmore, Ian	Paralegal	545.00	12.80	\$6,976.00
KSN	Neil, Karen S.	Case Man. Asst.	425.00	1.40	\$595.00
PJJ	Jeffries, Patricia J.	Paralegal	545.00	2.10	\$1,144.50
PJL	Labov, Paul John	Partner	1295.00	5.10	\$6,604.50
RJF	Feinstein, Robert J.	Partner	1695.00	0.10	\$169.50
				36.50	\$35,514.50

Pachulski Stang Ziehl & Jones LLP
 Agway Farms O.C.C.
 02312 -00002

Page: 3
 Invoice 132316
 March 31, 2023

Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
AD	Asset Disposition [B130]	0.20	\$319.00
BL	Bankruptcy Litigation [L430]	0.50	\$547.50
CA	Case Administration [B110]	6.50	\$3,479.50
CP	Compensation Prof. [B160]	8.70	\$7,121.50
CPO	Comp. of Prof./Others	7.60	\$6,232.00
GC	General Creditors Comm. [B150]	1.40	\$1,753.00
OP	Operations [B210]	1.10	\$1,754.50
PD	Plan & Disclosure Stmt. [B320]	10.50	\$14,307.50
		36.50	\$35,514.50

Pachulski Stang Ziehl & Jones LLP
Agway Farms O.C.C.
02312 -00002

Page: 4
Invoice 132316
March 31, 2023

Summary of Expenses

<u>Description</u>	<u>Amount</u>
Pacer - Court Research	\$51.20
Reproduction Expense [E101]	\$13.80
Reproduction/ Scan Copy	\$47.30
	<hr/>
	\$112.30

Pachulski Stang Ziehl & Jones LLP
 Agway Farms O.C.C.
 02312 -00002

Page: 5
 Invoice 132316
 March 31, 2023

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Asset Disposition [B130]						
03/08/2023	BJS	AD	Teleconference with PL regarding bid pro hearing update	0.20	1595.00	\$319.00
				0.20		\$319.00
Bankruptcy Litigation [L430]						
03/14/2023	CRR	BL	Confer w/ FTI re review of laptops.	0.50	1095.00	\$547.50
				0.50		\$547.50
Case Administration [B110]						
03/01/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
03/02/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
03/03/2023	KSN	CA	Maintain document control.	0.10	425.00	\$42.50
03/03/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
03/06/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.2); advise attorneys of upcoming deadlines (.1)	0.30	545.00	\$163.50
03/07/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.2); advise attorneys of upcoming deadlines (.1)	0.30	545.00	\$163.50
03/08/2023	KSN	CA	Maintain document control.	0.30	425.00	\$127.50
03/08/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
03/10/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
03/13/2023	KSN	CA	Maintain document control.	0.10	425.00	\$42.50
03/13/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00

Pachulski Stang Ziehl & Jones LLP
 Agway Farms O.C.C.
 02312 -00002

Page: 6
 Invoice 132316
 March 31, 2023

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/14/2023	KSN	CA	Maintain document control.	0.20	425.00	\$85.00
03/14/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.2); advise attorneys of upcoming deadlines (.1)	0.30	545.00	\$163.50
03/15/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
03/16/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
03/17/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.2); advise attorneys of upcoming deadlines (.1)	0.30	545.00	\$163.50
03/20/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
03/21/2023	KSN	CA	Maintain document control.	0.10	425.00	\$42.50
03/21/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.2); draft Critical Dates Memorandum to track pending Adversary Cases (.7); advise attorneys of upcoming deadlines (.1)	1.00	545.00	\$545.00
03/23/2023	KSN	CA	Maintain document control.	0.10	425.00	\$42.50
03/23/2023	IDD	CA	Review docket to update Critical Dates memorandum (.1); advise attorneys of upcoming Deadlines (.1)	0.20	545.00	\$109.00
03/24/2023	BJS	CA	Review Agenda and Discuss with CR	0.10	1595.00	\$159.50
03/24/2023	IDD	CA	Review docket to update Critical Dates memorandum (.1); advise attorneys of upcoming Deadlines (.1)	0.20	545.00	\$109.00
03/28/2023	KSN	CA	Maintain document control.	0.10	425.00	\$42.50
03/29/2023	IDD	CA	Review docket to update Critical Dates memorandum (.1); advise attorneys of upcoming Deadlines (.1)	0.20	545.00	\$109.00
03/30/2023	KSN	CA	Maintain document control.	0.30	425.00	\$127.50
03/30/2023	IDD	CA	Review docket to update Critical Dates memorandum (.1); advise attorneys of upcoming Deadlines (.1)	0.20	545.00	\$109.00

Pachulski Stang Ziehl & Jones LLP
 Agway Farms O.C.C.
 02312 -00002

Page: 7
 Invoice 132316
 March 31, 2023

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/31/2023	KSN	CA	Maintain document control.	0.10	425.00	\$42.50
03/31/2023	IDD	CA	Review docket to update Critical Dates memorandum (.1); advise attorneys of upcoming Deadlines (.1)	0.20	545.00	\$109.00
				6.50		\$3,479.50

Compensation Prof. [B160]

03/08/2023	IDD	CP	Draft Certificate of No Objection for PSZJ 5th Monthly Fee Application (.3); file same with the Court (.2)	0.50	545.00	\$272.50
03/09/2023	PJJ	CP	Revise January fee statement.	0.30	545.00	\$163.50
03/09/2023	IDD	CP	Draft Certificate of No Objection for PSZJ 1st Interim Fee Application	0.30	545.00	\$163.50
03/13/2023	BJS	CP	Review and revise fee application	0.30	1595.00	\$478.50
03/13/2023	IDD	CP	Draft Notice for PSZJ 6th Monthly Fee Application (.3); file PSZJ 6th Monthly Fee Application with the Court (.2); serve same on required parties (.1)	0.60	545.00	\$327.00
03/13/2023	CRR	CP	Review draft fee application.	0.40	1095.00	\$438.00
03/14/2023	IDD	CP	File Certificate of No Objection for PSZJ 4th Monthly Fee Application	0.20	545.00	\$109.00
03/14/2023	CRR	CP	Review analysis re interim fee order and confer w/ P. Jeffries.	0.40	1095.00	\$438.00
03/14/2023	CRR	CP	Review CNO's re monthly fee applications and confer w/ IDensmore re filing.	0.30	1095.00	\$328.50
03/15/2023	IDD	CP	Update Certificate of No Objection for PSZJ 1st Quarterly Fee Application	0.20	545.00	\$109.00
03/22/2023	CRR	CP	Review invoice, attention re fee application and email to PJeffries.	0.40	1095.00	\$438.00
03/23/2023	BJS	CP	Various emails with PSZJ regarding fee application	0.20	1595.00	\$319.00
03/23/2023	IDD	CP	Draft Notice for PSZJ 7th Monthly Fee Application (.3); revise Certificate of No Objection for FTI 1st Interim Fee Application (.2)	0.50	545.00	\$272.50
03/23/2023	CRR	CP	Review CNO re quarterly fee application.	0.20	1095.00	\$219.00
03/24/2023	IDD	CP	File Certificate of No Objection for PSZJ 1st Interim Fee Application	0.20	545.00	\$109.00

Pachulski Stang Ziehl & Jones LLP
 Agway Farms O.C.C.
 02312 -00002

Page: 8
 Invoice 132316
 March 31, 2023

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/27/2023	PJJ	CP	Draft February fee statement.	0.80	545.00	\$436.00
03/28/2023	PJJ	CP	Work on February fee statement.	1.00	545.00	\$545.00
03/29/2023	BJS	CP	Review and Revise PSZJ fee applications	0.30	1595.00	\$478.50
03/29/2023	IDD	CP	Draft Certificate of No Objection for PSZJ 6th Monthly Fee Application (.3); file same with the Court (.2)	0.50	545.00	\$272.50
03/29/2023	CRR	CP	Review Feb. fee applications, draft quarterly and email to P. Jeffries.	0.80	1095.00	\$876.00
03/29/2023	CRR	CP	Review, edit CNO's for monthly fee applications.	0.30	1095.00	\$328.50
				8.70		\$7,121.50

Comp. of Prof./Others

03/03/2023	BJS	CPO	Review RKE fee application	0.10	1595.00	\$159.50
03/06/2023	BJS	CPO	Review SBF fee application	0.10	1595.00	\$159.50
03/08/2023	IDD	CPO	Draft Certificate of No Objection for FTI 4th Monthly Fee Application (.3); file same with the Court (.2)	0.50	545.00	\$272.50
03/09/2023	IDD	CPO	Draft Certificate of No Objection for FTI 1st Interim Fee Application	0.30	545.00	\$163.50
03/10/2023	CRR	CPO	Review, confer w/ FTI, IDensmore re re-filing of fee application.	0.40	1095.00	\$438.00
03/13/2023	BJS	CPO	Review FM fee application	0.10	1595.00	\$159.50
03/13/2023	BJS	CPO	Review FTI fee application	0.10	1595.00	\$159.50
03/13/2023	BJS	CPO	Various emails with CR, PL regarding interim fee applications	0.10	1595.00	\$159.50
03/13/2023	IDD	CPO	Draft Notice for FTI 6th Monthly Fee Application (.3); file FTI 6th Monthly Fee Application with the Court (.2); serve same on required parties (.1)	0.60	545.00	\$327.00
03/13/2023	CRR	CPO	Review CNO's re pending fee applications.	0.30	1095.00	\$328.50
03/14/2023	IDD	CPO	File Certificate of No Objection for FTI 4th Monthly Fee Application	0.20	545.00	\$109.00
03/15/2023	IDD	CPO	Draft proposed Order for FTI 1st Interim Fee Application (.3); update Certificate of No Objection for same (.2)	0.50	545.00	\$272.50

Pachulski Stang Ziehl & Jones LLP
 Agway Farms O.C.C.
 02312 -00002

Page: 9
 Invoice 132316
 March 31, 2023

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/20/2023	BJS	CPO	Review Waxman declaration	0.10	1595.00	\$159.50
03/23/2023	IDD	CPO	Finalize FTI 7th Monthly Fee Application (.3); draft Notice for same (.2); revise Certificate of No Objection for FTI 1st Interim Fee Application (.2)	0.70	545.00	\$381.50
03/23/2023	CRR	CPO	Review, respond to chambers re interim fee applications comments and update PLabov, BSandler.	0.40	1095.00	\$438.00
03/24/2023	IDD	CPO	File Certificate of No Objection for FTI 1st Interim Fee Application	0.20	545.00	\$109.00
03/29/2023	IDD	CPO	Draft Certificate of No Objection for FTI 6th Monthly Fee Application (.3); file same with the Court (.2); file FTI 7th Monthly Fee Application with the Court (.3); finalize FTI 2nd Interim Fee Application (.4)	1.20	545.00	\$654.00
03/30/2023	BJS	CPO	Attention to FTI fee application	0.50	1595.00	\$797.50
03/30/2023	IDD	CPO	Draft Withdrawal of FTI 7th Monthly Fee Application (.2); file same with the Court (.1); file FTI Amended 7th Monthly Fee Application with the Court (.3)	0.60	545.00	\$327.00
03/30/2023	CRR	CPO	Review Debtor professional fee applications.	0.60	1095.00	\$657.00
				7.60	\$6,232.00	

General Creditors Comm. [B150]

03/01/2023	RJF	GC	Review committee update.	0.10	1695.00	\$169.50
03/01/2023	BJS	GC	Review and revise report to UCC	0.20	1595.00	\$319.00
03/01/2023	CRR	GC	Review, finalize update to Committee.	0.80	1095.00	\$876.00
03/01/2023	PJL	GC	Review and revise letter to committee.	0.30	1295.00	\$388.50
				1.40	\$1,753.00	

Operations [B210]

03/20/2023	BJS	OP	Review MOR	0.10	1595.00	\$159.50
03/20/2023	BJS	OP	Review numerous complaints; Teleconference with CR regarding same	1.00	1595.00	\$1,595.00
				1.10	\$1,754.50	

Pachulski Stang Ziehl & Jones LLP
 Agway Farms O.C.C.
 02312 -00002

Page: 10
 Invoice 132316
 March 31, 2023

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Plan & Disclosure Stmt. [B320]						
03/01/2023	BJS	PD	Review draft plan	0.20	1595.00	\$319.00
03/06/2023	PJL	PD	Internal discussion regarding timing of plan and disclosure statement.	0.40	1295.00	\$518.00
03/09/2023	BJS	PD	Various emails with CR, PL regarding plan status	0.10	1595.00	\$159.50
03/09/2023	CRR	PD	Email to Debtor re Plan status.	0.20	1095.00	\$219.00
03/09/2023	PJL	PD	Review email correspondence on plan changes and internal discussion on timing.	0.80	1295.00	\$1,036.00
03/10/2023	BJS	PD	Various emails with CR regarding plan	0.10	1595.00	\$159.50
03/13/2023	PJL	PD	Conference with B. Sandler regarding timing on plan and disclosure statement.	0.40	1295.00	\$518.00
03/16/2023	BJS	PD	Review revised plan; Various emails with Debtor's counsel regarding changes	1.50	1595.00	\$2,392.50
03/16/2023	BJS	PD	Various emails with J Waxman regarding plan terms	0.20	1595.00	\$319.00
03/16/2023	PJL	PD	Review amendments to plan and disclosure statement.	0.40	1295.00	\$518.00
03/21/2023	BJS	PD	Various emails with B O'Kane regarding plan timeline	0.30	1595.00	\$478.50
03/21/2023	BJS	PD	Various emails with S Balasiano regarding plan	0.10	1595.00	\$159.50
03/21/2023	PJL	PD	Review plan and disclosure statement emails.	0.40	1295.00	\$518.00
03/22/2023	PJL	PD	Review back and forth correspondence on plan and timing from Debtors' counsel, including follow up with internal team.	0.60	1295.00	\$777.00
03/23/2023	BJS	PD	Various emails with S Balasiano regarding Plan issues	0.20	1595.00	\$319.00
03/23/2023	PJL	PD	Review plan and disclosure statement email and need for liquidation analysis, including discussion with B. Sandler.	0.30	1295.00	\$388.50
03/24/2023	PJL	PD	Conference with B. Sandler regarding plan administrator.	0.40	1295.00	\$518.00
03/27/2023	CRR	PD	Confer w/ Debtor's counsel re Plan and remaining comments and review updated Plan.	1.80	1095.00	\$1,971.00
03/27/2023	PJL	PD	Follow up correspondence from C. Robinson.	0.10	1295.00	\$129.50

Pachulski Stang Ziehl & Jones LLP
 Agway Farms O.C.C.
 02312 -00002

Page: 11
 Invoice 132316
 March 31, 2023

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/28/2023	PJL	PD	Conference with B. Sandler regarding plan administrator and timing for plan confirmation.	0.60	1295.00	\$777.00
03/30/2023	BJS	PD	Teleconference with S Balasiano regarding plan/post-con issues	0.50	1595.00	\$797.50
03/30/2023	PJL	PD	Review potential plan administrator correspondence and discuss with B. Sandler.	0.40	1295.00	\$518.00
03/31/2023	BJS	PD	Review and Revise Liquidation Analysis; Various emails with N Ganti regarding same	0.50	1595.00	\$797.50
				10.50		\$14,307.50
TOTAL SERVICES FOR THIS MATTER:				\$35,514.50		

Pachulski Stang Ziehl & Jones LLP
 Agway Farms O.C.C.
 02312 -00002

Page: 12
 Invoice 132316
 March 31, 2023

Expenses

03/10/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
03/10/2023	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30
03/13/2023	RE2	SCAN/COPY (69 @0.10 PER PG)	6.90
03/13/2023	RE2	SCAN/COPY (123 @0.10 PER PG)	12.30
03/14/2023	RE	(64 @0.10 PER PG)	6.40
03/14/2023	RE	(1 @0.10 PER PG)	0.10
03/22/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
03/23/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
03/23/2023	RE2	SCAN/COPY (1 @0.10 PER PG)	0.10
03/23/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
03/23/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
03/23/2023	RE2	SCAN/COPY (1 @0.10 PER PG)	0.10
03/23/2023	RE2	SCAN/COPY (44 @0.10 PER PG)	4.40
03/23/2023	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30
03/23/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
03/23/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
03/23/2023	RE2	SCAN/COPY (5 @0.10 PER PG)	0.50
03/23/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
03/23/2023	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30
03/28/2023	RE2	SCAN/COPY (11 @0.10 PER PG)	1.10
03/28/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
03/28/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
03/28/2023	RE2	SCAN/COPY (7 @0.10 PER PG)	0.70
03/28/2023	RE2	SCAN/COPY (7 @0.10 PER PG)	0.70
03/28/2023	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30
03/28/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
03/29/2023	RE	(24 @0.10 PER PG)	2.40
03/29/2023	RE	(1 @0.10 PER PG)	0.10
03/29/2023	RE	(48 @0.10 PER PG)	4.80
03/29/2023	RE2	SCAN/COPY (62 @0.10 PER PG)	6.20
03/29/2023	RE2	SCAN/COPY (31 @0.10 PER PG)	3.10
03/29/2023	RE2	SCAN/COPY (32 @0.10 PER PG)	3.20

Pachulski Stang Ziehl & Jones LLP
Agway Farms O.C.C.
02312 -00002

Page: 13
Invoice 132316
March 31, 2023

03/29/2023	RE2	SCAN/COPY (16 @0.10 PER PG)	1.60
03/30/2023	RE2	SCAN/COPY (30 @0.10 PER PG)	3.00
03/31/2023	PAC	Pacer - Court Research	51.20
Total Expenses for this Matter			\$112.30

Pachulski Stang Ziehl & Jones LLP
 Agway Farms O.C.C.
 02312 -00002

Page: 14
 Invoice 132316
 March 31, 2023

REMITTANCE ADVICE

Please include this Remittance with your payment

For current services rendered through: 03/31/2023

Total Fees	\$35,514.50
Total Expenses	112.30
Total Due on Current Invoice	\$35,626.80

Outstanding Balance from prior invoices as of 03/31/2023 (May not include recent payments)

A/R Bill Number	Invoice Date	Fees Billed	Expenses Billed	Balance Due
132071	03/28/2023	\$72,681.00	\$71.34	\$72,752.34
132072	03/28/2023	\$40,028.50	\$196.80	\$40,225.30
Total Amount Due on Current and Prior Invoices:				\$148,604.44

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:
AGWAY FARM & HOME SUPPLY, LLC,
Debtor.¹

Chapter 11
Case No. 22-10602 (JKS)

**Objection Deadline: June 12, 2023 at 4:00 p.m. (ET)
Hearing Date: Scheduled only if Necessary**

**NOTICE OF EIGHTH MONTHLY APPLICATION FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES OF PACHULSKI STANG ZIEHL & JONES LLP,
AS COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD OF MARCH 1, 2023 THROUGH MARCH 31, 2023**

PLEASE TAKE NOTICE that on May 31, 2023, Pachulski Stang Ziehl & Jones LLP, Counsel for the Official Committee of Unsecured Creditors (the “Committee”), filed the *Eighth Monthly Application for Compensation and Reimbursement of Expenses of Pachulski Stang Ziehl & Jones LLP, as Counsel for the Official Committee of Unsecured Creditors for the Period of March 1, 2023 through March 31, 2023* (the “Application”) seeking compensation for the reasonable and necessary services rendered to the Committee in the amount of \$26,973.50 and reimbursement for actual and necessary expenses in the amount of \$112.30. A copy of the Application is attached hereto.

PLEASE TAKE FURTHER NOTICE that any response or objection to the Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 (the “Court”) on or before **June 12, 2023 at 4:00 p.m. Eastern Time**.

¹ The last four digits of the Debtor’s federal tax identification number are 1247. The Debtor’s address is 6606 W. Broad Street, Richmond, VA 23230.

The Application is submitted pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Professionals*, entered on August 3, 2022 [Docket No. 114] (the “Administrative Order”).

PLEASE TAKE FURTHER NOTICE that at the same time, you must also serve a copy of the response or objection upon: (i) the Debtor: Agway Farm & Home Supply, LLC, 6006 W. Broad Street, Richmond, Virginia, 23230 (ii) counsel to the Debtor: Morris James LLP, 500 Delaware Avenue, Suite 1500, Wilmington, Delaware, 19801, Attn: Jeffrey R. Waxman (jwaxman@morrisjames.com), and Brya Keilson (bkielson@morrisjames.com) and Shulman Bastian Friedman & Bui LLP, 100 Spectrum Center Drive, Suite 600, Irvine, California, 92618, Attn: Alan J. Friedman (afriedman@shulmanbastian.com), Melissa Davis Lowe (mlowe@shulmanbastian.com), and Max Casal (mcasal@shulmanbastian.com); (iii) the Office of the United States Trustee, 844 King Street, Suite 2207, Lockbox #35, Wilmington, Delaware, 19801, Attn: Richard L. Schepacarter (richard.schepacarter@usdoj.gov); and (iv) counsel to the Official Committee of Unsecured Creditors, Pachulski Stang Ziehl & Jones LLP, 919 N. Market Street, 17th Floor, Wilmington, Delaware, 19801, Attn: Bradford J. Sandler, Esq. (bsandler@pszjlaw.com) and Colin R. Robinson, Esq. (crobinson@pszjlaw.com).

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THEN 80% OF FEES AND 100% OF EXPENSES REQUESTED IN THE APPLICATION MAY BE PAID PURSUANT TO THE ADMINISTRATIVE ORDER WITHOUT FURTHER HEARING OR ORDER OF THE COURT.

IF A TIMELY OBJECTION IS FILED AND SERVED, A HEARING ON THE
APPLICATION WILL BE HELD AT A DATE AND TIME TO BE DETERMINED.

Dated: May 31, 2023

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Colin R. Robinson

Robert J. Feinstein (admitted *pro hac vice*)
Bradford J. Sandler (DE Bar No. 4142)
Colin R. Robinson (DE Bar No. 5524)
919 N. Market Street, 17th Floor
Wilmington, DE 19801
Telephone: (302) 652-4100
Facsimile: (302) 652-4400
Email: rfeinstein@pszjlaw.com
bsandler@pszjlaw.com
crobinson@pszjlaw.com

*Counsel to the Official Committee of Unsecured
Creditors*